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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

*Attorneys for HSBC Bank USA, National Association,
as Trustee of Certain Mortgage Backed Securities Trusts*

In re:)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <i>et. al.</i> ,)	Chapter 11
)	
Debtors)	Jointly Administered

NOTICE OF APPEARANCE AND REQUEST FOR SERVICE OF PAPERS

PLEASE TAKE NOTICE that Allen & Overy LLP hereby appears in the above-captioned cases pursuant to rule 9010(b) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) as counsel to HSBC Bank USA, National Association (“**HSBC**”), solely in its capacity as trustee for certain mortgage-backed securities trusts, pursuant to Bankruptcy Rules 2002, 3017(a), 9007 and 9010(b), and sections 102(1), 342 and 1109(b) of chapter 11, title 11 of the United States Code (the “**Bankruptcy Code**”), and requests that all notices given or required to be given in these cases and all papers served or required to be served in these cases be given to and served upon the undersigned at the following office address and facsimile number, with a copy to the following e-mail addresses:

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PLEASE TAKE FURTHER NOTICE that pursuant to section 1109(b) of the Bankruptcy Code, the foregoing demand includes not only the notices and papers referred to in the above-mentioned Bankruptcy Rules, but also includes, without limitation, all orders, applications, motions, petitions, pleadings, requests, complaints or demands, whether formal or informal, written or oral, transmitted or conveyed by mail, courier service, hand delivery, telephone facsimile, electronic mail, or otherwise, which affect the above-captioned debtors or property of the debtors.

PLEASE TAKE FURTHER NOTICE that this Notice of Appearance and Request for Service of Papers, and any subsequent appearance, pleading, claim, or suit, is not intended nor shall be deemed to waive HSBC's: (i) right to have final orders in non-core matters entered only after *de novo* review by a United States District Court Judge; (ii) right to trial by jury in any proceeding so triable herein or in any case, controversy or proceeding related hereto; (iii) right to have the reference withdrawn by the United States district Court Judge in any matter subject to mandatory or discretionary withdrawal; or (iv) other rights, claims, actions, defenses, setoffs or recoupments to which HSBC is or may be entitled under agreements, in law, or in equity, all of which rights, claims, actions, defenses, setoffs and recoupments are hereby expressly reserved.

PLEASE TAKE FURTHER NOTICE that this Notice of Appearance and Request for Service of Papers, and any subsequent appearance, pleading, claim, or suit, is not intended nor shall be deemed to constitute consent to electronic service of any pleading or papers for which mailed or personal service is required under the applicable Bankruptcy Rules or the Federal Rules of Civil Procedure.

Dated: New York, New York
September 20, 2012

ALLEN & OVERY LLP

/s/ John Kibler

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